ROSEWOOD STONE GROUP, INC.

Certificate of Secretary

The undersigned is the duly elected and acting Secretary of Rosewood Stone Group, Inc. (the "Corporation"), a duly organized and existing California corporation, and in charge of the minute book and corporate records of the Corporation.

At a meeting of the Board of Directors of the Corporation held on June 14, 1991, a resolution was passed by the Board of Directors, which resolution remains in full force and effect, as follows:

> RESOLVED that the Corporation enter into an agreement with Point Foundation whereby the Corporation would purchase 5,000 shares of the capital stock of Whole Earth Lectronic Link, which represents fifty percent of the issued and outstanding stock of Whole Earth Lectronic Link, in consideration of a total capital contribution of One Hundred Seventy-Five Thousand Dollars.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Secretary on the 14th day of June , 1991.

_____
Secretary

Attest:

_____
Director